

Aviso de Derechos para emisoras del SIC

FECHA: 25/03/2019



BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO	81088
FOLIO DE REFERENCIA INDEVAL	23808C004
TIPO DE MENSAJE	Replace
COMPLETO / INCOMPLETO	COMPLETE
CONFIRMADO / NO CONFIRMADO	CONFIRMED

CLAVE DE COTIZACIÓN	MAERSKB
RAZÓN SOCIAL	A.P. MOLLER - MAERSK A/S
SERIE	N
ISIN	DK0010244508
MERCADO PRINCIPAL	NASDAQ COPENHAGEN

TIPO DE EVENTO	SPIN-OFF
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MANDATORIO / OPCIONAL / VOLUNTARIO	Mandatory
FECHA EXDATE	04/04/2019
FECHA REGISTRO	05/04/2019

OPCIÓN	1
TIPO	Security
DEFAULT	true

TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Credit
FECHA DE PAGO	08/04/2019

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RATIO	AdditionalQuantityForExistingSecurities
	2 / 1
VALORES A RECIBIR	NewIssue
	DK0061135753

NOTAS DEL EVENTO CORPORATIVO

NOTA

(05/03/2019)

A.P. Møller - Mærsk A/S Board of Directors has signed and published a demerger plan for a tax-exempt demerger of APMM with the purpose of separating the company's drilling activities.

Upon completion of the demerger, APMM's shareholders will receive shares in The Drilling Company of 1972 which will have a single share structure. The shares will be distributed evenly among APMM's shareholders, so that every A or B share in APMM of nominally DKK 1,000 will receive 2 new shares of nominally DKK 10 and every A or B share of APMM of nominally DKK 500 will receive 1 new share of nominally DKK 10.

As previously announced, the demerger will be completed by APMM injecting 100 PCT of the shares of Maersk Drilling Holding A/S, including this company's subsidiaries as well as certain other assets and liabilities related to APMM's drilling activities to a new company, The Drilling Company of 1972 A/S (The Drilling Company of 1972), which will be established as part of the demerger.

All shares of The Drilling Company of 1972 will have the same rights. Other terms and conditions of the demerger, including the articles of association for The Drilling Company of 1972, can be found in the demerger plan which is available on APMM's website (investor.maersk.com).

Expected timetable for principal events of the demerger Publication of demerger plan and demerger statement as well as notice convening the annual general meeting of APMM.

Annual general meeting of APMM: 2 April 2019

Cut-off date (last trading day for APMM shares including the company's drilling activities): 3 April 2019 at 5:00 pm

First trading day for the shares of The Drilling Company of 1972: 4 April 2019

Record date (the time of specification of the APMM shareholders that are to receive shares in The Drilling Company of 1972 in connection with the demerger): 5 April 2019 at 5:59 pm

Contribution of shares of The Drilling Company of 1972 in VP Securities to receiving shareholders: 8 April 2019

(22/02/2019)

A.P. Møller - Mærsk A/S initiates demerger and separate listing of Maersk Drilling Holding A/S

In continuation of the announcement on 17 August 2018, the A.P. Møller - Mærsk A/S (APMM) Board of Directors has decided to initiate the separation of APMM's drilling activities through a demerger of APMM. The shares in Maersk Drilling Holding A/S (Maersk Drilling) and its subsidiaries as well as certain other assets and liabilities will be contributed to a new company with the legal name "The Drilling Company of 1972 A/S" (Maersk Drilling Listco) and the shares hereof will be admitted for trading and official listing on Nasdaq Copenhagen A/S (Nasdaq Copenhagen).

Following the anticipated signing and publication of statutory demerger documents on 4 March 2019, the Board of Directors of APMM intends to propose the demerger for approval by the shareholders at the APMM Annual General Meeting on 2 April 2019. Subject to such approval, the shares in Maersk Drilling Listco will be distributed to APMM shareholders, who in addition to their shareholding in APMM will become shareholders in Maersk Drilling Listco. The anticipated first day of trading for the shares of Maersk Drilling Listco on Nasdaq Copenhagen is on 4 April 2019.

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The APMM Board of Directors intends to propose a single share class structure for Maersk Drilling Listco with shares in Maersk Drilling Listco being distributed to the APMM shareholders on a pro-rata basis based on the nominal value of the shares in APMM. Shareholders will receive one share in Maersk Drilling Listco per nominal APMM DKK 500 share and two shares in Maersk Drilling Listco per nominal APMM DKK 1,000 share. The demerger and distribution of the Maersk Drilling Listco shares will be tax-exempt for Danish tax purposes.

A.P. Møller Holding A/S, who holds around 41.5% of the shares in APMM, has agreed to a 360-days lockup of their shareholding in Maersk Drilling Listco, subject to certain customary exemptions.

Expected timetable of principal events

Publication of statutory demerger documents: 4 March 2019

Notice convening the APMM Annual General Meeting: 4 March 2019

APMM Annual General Meeting: 2 April 2019

Official listing of shares of Maersk Drilling Listco on Nasdaq Copenhagen and first day of trading: 4 April 2019

(27/11/2018)

Having evaluated the different options for Maersk Drilling, A.P. Møller - Maersk has concluded that listing Maersk Drilling as a standalone company presents the most optimal and long-term prospects for its shareholders, offering them the possibility to participate in the value creation opportunity of a globally leading pure play offshore drilling company with long-term development prospects.

The process has been initiated to ensure that Maersk Drilling is operationally and organisationally ready for a listing in 2019. As part of the preparation, debt financing of USD 1.5bn from a consortium of international banks has been secured for Maersk Drilling to ensure a strong capital structure after a listing. Further details for a listing will be announced at a later stage

Net cash proceeds to A.P. Møller-Maersk from separation of Maersk Oil, Maersk Tankers and now expected Maersk Drilling is around USD 5bn. Maersk Drilling's separate financing is expected to release cash proceeds of around USD 1.2bn to A.P. Møller - Maersk.

In addition, A.P. Møller-Maersk sold Total S.A. shares for an aggregated amount of around USD 1.2bn during July 2018. This represents the increase in value since signing of the sale of Maersk Oil in August 2017. A.P. Møller - Maersk retains 78.3 million shares in Total S.A. with a current aggregated value of around USD 5bn.

Subject to maintaining investment grade rating it is now expected that:

- Maersk Drilling will be demerged via a listing in 2019 with distribution of Maersk Drilling shares to A.P. Møller - Maersk's shareholders
- Following the demerger of Maersk Drilling a material part of the remaining Total S.A. shares will be distributed to A.P. Møller - Maersk's shareholders in cash dividends, share buy-backs or as a distribution of the Total S.A shares directly.